

RECORDATION NO. 18346-Q FILED

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SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

May 6, 2003

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of the following secondary document: Amendment No. 1 to Lease Supplement No. 1, dated as of January 29, 2003.

The enclosed document relates to the Lease Supplement No. 1 (GATC No. 93-1C) previously filed with the Commission under Recordation Number 18346-C.

The names and addresses of the parties to the enclosed document are:

Lessor:	Wilmington Trust Company 1100 North Market Street Wilmington, DE 19890
Lessee:	GATX Financial Corporation 500 West Monroe Street Chicago, Illinois 60606

A description of the railroad equipment covered by the enclosed document is:

Schedule 1 to the Lease Supplement No. 1 is amended by deleting the reference to "GATX 069142" and substituting "GATX 061942" therefor.

Mr. Vernon A. Williams
May 6, 2003
Page Two

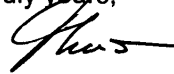
A short summary of the document to appear in the index follows:

Amendment No. 1 to Lease Supplement No. 1.

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in dark ink, appearing to read 'R. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/anr
Enclosures

AMENDMENT NO. 1 TO LEASE SUPPLEMENT NO. 1
(GATC Trust No. 93-1C)

This Amendment No. 1 to Lease Supplement No. 1, dated as of January 29, 2003, between Wilmington Trust Company, a Delaware banking corporation, not in its individual capacity but solely as Owner Trustee under the Trust Agreement (the "Lessor"), and GATX Financial Corporation (formerly known as General American Transportation Corporation), a Delaware corporation (the "Lessee");

Witnesseth:

The Lessor and the Lessee have entered into that certain Equipment Lease Agreement (GATC Trust No. 93-1C) dated as of July 21, 1993 (Recordation Number 18346-A, recorded on July 27, 1993 at 12:30 p.m.), as supplemented by Lease Supplement No. 1 dated as of July 29, 1993 (Recordation Number 18346-C, recorded on July 27, 1993 at 12:30 p.m.) ("*Lease Supplement No. 1*") (the "*Lease*"). The terms used herein are used with the meanings specified in the Lease.

Now, therefore, in consideration of the premises and other good and sufficient consideration, the Lessor and the Lessee hereby agree as follows:

1. Schedule 1 to the Lease Supplement No. 1 is hereby amended by deleting the reference to "GATX 069142" and substituting "GATX 061942" therefor.
2. Except as specifically amended above, all of the terms and conditions of the Lease shall remain in full force and effect and are hereby ratified and confirmed in all respects.

IN WITNESS HEREOF, the Lessor and the Lessee have caused this Amendment No. 1 to the Lease Supplement No. 1 to be duly executed as of the day and year above written and to be delivered as of the date first above written.

WILMINGTON TRUST COMPANY,
not in its individual capacity but solely as
Owner Trustee

By: Tira Henry
Name: TIRA HENRY
Title: Financial Services Officer

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SEAL OF THE TRANSPORTATION BOARD

GATX FINANCIAL CORPORATION

By: _____
Name: _____
Title: _____

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(GATC Trust No. 93-1C)

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WILMINGTON TRUST COMPANY,
not in its individual capacity but solely as
Owner Trustee

By: _____
Name: _____
Title: _____

GATX FINANCIAL CORPORATION

By: Joseph E. McNeely
Name: Joseph E. McNeely
Title: V.P. Finance-Rail Division

State of Delaware)

)SS

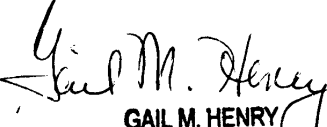
County of New Castle)

On this 30th day of April, 2003, before me personally appeared **TIRA HENRY**, to me personally known, who being by me duly sworn, say that he is **Financial Services Officer** WILMINGTON TRUST COMPANY, that said instrument was signed and sealed on behalf of said corporation on such day by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation

Notary Public

[NOTARIAL SEAL]

My commission expires: _____


GAIL M. HENRY
NOTARY PUBLIC-DELAWARE
My Commission Expires October 20, 2004

State of Illinois)

)SS

County of Cook)

On this ____ day of January, 2003, before me personally appeared _____, to me personally known, who being by me duly sworn, say that he is _____ of GATX FINANCIAL CORPORATION, that said instrument was signed and sealed on behalf of said corporation on such day by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation

Notary Public

[NOTARIAL SEAL]

My commission expires: _____

State of Delaware)
)SS
County of New Castle)

On this ____ day of January, 2003, before me personally appeared _____, to me personally known, who being by me duly sworn, say that he is _____ of WILMINGTON TRUST COMPANY, that said instrument was signed and sealed on behalf of said corporation on such day by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation

Notary Public

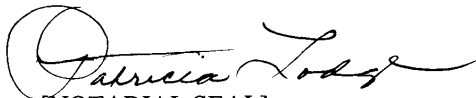
[NOTARIAL SEAL]

My commission expires: _____

State of Illinois)
)SS
County of Cook)

On this 24th day of January, 2003, before me personally appeared Joseph E. McKeel, to me personally known, who being by me duly sworn, say that he is Vice President of GATX FINANCIAL CORPORATION, that said instrument was signed and sealed on behalf of said corporation on such day by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation

Notary Public


[NOTARIAL SEAL]

My commission expires: 1-25-07

